

**IN THE UNITED STATES BANKRUPTCY COURT
FOR THE DISTRICT OF DELAWARE**

In re:

FIRST GUARANTY MORTGAGE
CORPORATION, *et al.*,¹

Debtors.

)
) Chapter 11
)

) Case No. 22-10584 (CTG)
)

) (Jointly Administered)
)

**NOTICE OF THIRD AMENDED² AGENDA OF MATTERS SCHEDULED FOR
HEARING ON AUGUST 2, 2022 AT 10:00 A.M. (PREVAILING EASTERN TIME)
BEFORE THE HONORABLE CRAIG T. GOLDBLATT**

**This remote hearing will be conducted entirely over Zoom and requires all
participants to register in advance. Please register by
August 1, 2022 at 4:00 p.m.**

COURTCALL WILL NOT BE USED FOR THIS HEARING.

Please use the following link to register for this hearing

<https://debuscourts.zoomgov.com/meeting/register/vJIscOuhjrjsrHYUMUnpakxZsRcvKgA6QJwk>

**After registering your appearance by Zoom, you will receive a confirmation
email containing information about joining the hearing.**

UNCONTESTED MATTERS WITH CNO OR COC:

1. Debtors' Application for Authorization to Employ and Retain Pachulski Stang Ziehl & Jones LLP as Co-Counsel for the Debtors Effective as of the Petition Date [Filed: 7/7/2022] (Docket No. [92](#)).

Response Deadline: July 21, 2022 at 4:00 p.m. (Prevailing Eastern Time) (Extended to July 25, 2022 at 4:00 p.m. (Prevailing Eastern Time) for the Official Committee of Unsecured Creditors).

¹ The Debtors in these Chapter 11 Cases, along with the last four digits of each Debtor's federal tax identification number, are: First Guaranty Mortgage Corporation (9575); and Maverick II Holdings, LLC (5621). The Debtors' mailing address is 5800 Tennyson Parkway, Suite 450, Plano, TX 75024.

² **Amended items are noted in bold.**

Responses Received

- A. Informal comments from the Office of the United States Trustee.

Related Documents

- A. Supplemental Declaration of Laura Davis Jones in Support of Debtors' Application for Authorization to Employ and Retain Pachulski Stang Ziehl & Jones LLP as Co-Counsel for the Debtors Effective as of the Petition Date [Filed 7/26/2022] (Docket No. [213](#)).
- B. Certification of Counsel Regarding Debtors' Application for Authorization to Employ and Retain Pachulski Stang Ziehl & Jones LLP as Co-Counsel for the Debtors Effective as of the Petition Date [Filed: 7/28/2022] (Docket No. [235](#))

Status: A Certification of Counsel has been filed. Unless the Court has questions, no hearing is necessary.

2. Application Pursuant to Section 327(a) of the Bankruptcy Code, Rule 2014 of the Federal Rules of Bankruptcy Procedure and Local Rule 2014-1 for Authorization to Employ and Retain Dentons as Counsel for the Debtors and Debtors-in-Possession Effective as of the Petition Date [Filed: 7/7/2022] (Docket No. [93](#)).

Response Deadline: July 21, 2022 at 4:00 p.m. (Prevailing Eastern Time) (Extended to July 25, 2022 at 4:00 p.m. (Prevailing Eastern Time) for the Official Committee of Unsecured Creditors).

Responses Received

- A. Informal comments from the Office of the United States Trustee.

Related Documents

- A. **Supplemental Declaration of Samuel R. Maizel in Support of Debtors' Application for Authorization to Employ and Retain Dentons US LLP as Counsel for the Debtors and Debtors-in-Possession Effective as of the Petition Date [Filed 8/1/2022] (Docket No. [260](#)).**

Status: The Debtors expect to file a Certification of Counsel prior to the hearing **or submit an order following the hearing.**

3. Debtors' Motion for an Administrative Order Establishing Procedures for Interim Compensation and Reimbursement of Expenses of Professionals [Filed: 7/7/2022] (Docket No. [95](#)).

Response Deadline: July 21, 2022 at 4:00 p.m. (Prevailing Eastern Time) (Extended to July 25, 2022 at 4:00 p.m. (Prevailing Eastern Time) for the Official Committee of Unsecured Creditors).

Responses Received

A. None.

Related Documents

B. Certificate of No Objection [Filed 7/26/2022] (Docket No. [214](#)).

Status: A Certificate of No Objection has been filed. Unless the Court has any questions, no hearing is necessary.

4. Debtors' Motion for Entry of Order (I) Authorizing Employment and Payment of Professionals Utilized in the Ordinary Course of Business and (II) Granting Related Relief [Filed 7/14/2022] (Docket No. [135](#)).

Response Deadline: July 21, 2022 at 4:00 p.m. (Prevailing Eastern Time) (Extended to July 25, 2022 at 4:00 p.m. (Prevailing Eastern Time) for the Official Committee of Unsecured Creditors).

Responses Received

A. Informal comments from the Office of the United States Trustee.

Status: The Debtors expect to file a Certification of Counsel prior to the hearing **or submit an order following the hearing.**

CONTESTED MATTERS GOING FORWARD:

5. Motion of the Debtors for Entry of Interim and Final Orders: (I) Authorizing Use of Cash Management Procedures, Bank Accounts, and Certain Payment Methods; (II) Prohibiting Setoffs and Freezing of Bank Accounts; (III) Modifying Requirements of Section 345(b) of the Bankruptcy Code; and (IV) for Related Relief [Filed: 6/30/2022] (Docket No. [5](#)).

Response Deadline: July 21, 2022 at 4:00 p.m. (Prevailing Eastern Time) (Extended to July 27, 2022 at 10:00 a.m. (Prevailing Eastern Time) for Customers Bank, Texas Capital Bank, Flagstar Bank, FSB and GNMA; to July 25, 2022 at 4:00 p.m. (Prevailing Eastern Time) for the Official Committee of Unsecured Creditors and to July 27, 2022 at 12:00 noon (Prevailing Eastern Time) for Freddie Mac).

Responses Received

A. Customers Bank Omnibus Objection and Emergency Motion to Continue Debtors' (I) Cash Management Motion; (II) Cash Flow Debtor in Possession Motion; and (III) Repurchase Agreement Motion [Filed: 7/1/2022] (Docket No. [36](#)).

B. Flagstar Bank, FSB's Preliminary Objection to Debtors' Financing Motions and Cash Management Motion [Filed: 7/1/2022] (Docket No. [40](#)).

- C. Creditor South Street Securities LLC's Reservation of Rights to Debtors' Financing Motions and Cash Management Motion [Filed 7/25/2022] (Docket No. [195](#)).
- D. Response and Reservation of Rights the Federal National Mortgage Association Related to (I) the Debtors' Cash Management Motion, (II) the Debtors' Cash Flow DIP Motion, (III) the Debtors' DIP Repo Motion, and (IV) Customers Bank's Cash Collateral Motion [Filed 7/27/2022] (Docket No. [215](#)).
- E. Flagstar Bank, FSB's Limited Objection and Reservation of Rights Regarding Certain Second Day Motions and Joinder to Customer Bank's 363(c)(4) Motion [Filed 7/27/2022] (Docket No. [216](#)).
- F. Customers Banks Reservation of Rights Regarding the Debtors (I) Cash Management Motion; (II) Cash Flow Debtor in Possession Motion; and (III) Repurchase Agreement Motion [Filed 7/27/2022] (Docket No. [217](#)).
- G. Response and Reservation of Rights of The Federal Home Loan Mortgage Corporation Related to: (I) the Debtors' Cash Management Motion, (II) the Debtors' Cash Flow DIP Motion, (III) the Debtors' DIP REPO Motion, and (IV) Customers Bank's Cash Collateral Motion [Filed 7/28/2022] (Docket No. [228](#)).
- H. The Official Committee of Unsecured Creditors' Reservation of Rights Regarding the Motion of the Debtors for Entry of a Final Order: (I) Authorizing Use of Cash Management Procedures, Bank Accounts, and Certain Payment Methods; (II) Prohibiting Setoffs and Freezing of Bank Accounts; And (III) Modifying Requirements of Section 345(b) of the Bankruptcy Code [Filed: 7/28/2022] (Docket No. [230](#))

Related Documents

- A. Order Granting, On an Interim Basis, Motion of the Debtors for Entry of Interim and Final Orders: (I) Authorizing Use of Cash Management Procedures, Bank Accounts, and Certain Payment Methods; (II) Prohibiting Setoffs and Freezing of Bank Accounts; (III) Modifying Requirements of Section 345(b) of the Bankruptcy Code; and (IV) for Related Relief [Signed: 7/1/2022] (Docket No. [61](#)).
- B. Notice of Entry of Interim Order and Final Hearing Regarding Motion of the Debtors for Entry of Interim and Final Orders: (I) Authorizing Use of Cash Management Procedures, Bank Accounts, and Certain Payment Methods; (II) Prohibiting Setoffs and Freezing of Bank Accounts; (III) Modifying Requirements of Section 345(b) of the Bankruptcy Code; and (IV) for Related Relief [Filed: 7/5/2022] (Docket No. [77](#)).
- C. Debtors' Witness and Exhibit List [Filed 7/26/2022] (Docket No. [203](#)).

- D. Debtors' Witness and Exhibit List for Hearing on August 2, 2022 at 10:00 a.m. [Filed 7/31/2022] (Docket No. [245](#)).
- E. **Notice of Filing of Proposed Final Order Granting Motion of the Debtors for Entry of Interim and Final Orders: (I) Authorizing Use of Cash Management Procedures, Bank Accounts, and Certain Payment Methods; (II) Prohibiting Setoffs and Freezing of Bank Accounts; (III) Modifying Requirements of Section 345(b) of the Bankruptcy Code; and (IV) for Related Relief [Filed 8/1/2022] (Docket No. [254](#)).**

Status: This matter is now going forward on an uncontested basis.

- 6. Motion of the Debtors for Entry of Interim and Final Orders (A) Authorizing the Debtors to Pay Prepetition Claims of Critical Vendors and (B) Granting Related Relief [Filed: 6/30/2022] (Docket No. [7](#))

Response Deadline: July 21, 2022 at 4:00 p.m. (Prevailing Eastern Time) (Extended to July 25, 2022 at 4:00 p.m. (Prevailing Eastern Time) for the Official Committee of Unsecured Creditors).

Responses Received

- A. Limited Objection of the Official Committee of Unsecured Creditors to the Motion of Debtors for Entry of Interim and Final orders Authorizing Debtors to Pay Prepetition Claims of Critical Vendors [Filed 7/25/2022] (Docket No. [200](#)).
- B. Debtors' Reply in Support of Motion of the Debtors for Entry of Interim and Final Orders (A) Authorizing Debtors to Pay Prepetition Claims of Critical Vendors and (B) Granting Related Relief [Filed: 7/28/2022] (Docket No. [238](#)).

Related Documents

- A. Interim Order (A) Authorizing Debtors to Pay Certain Prepetition Claims of Critical Vendors and (B) Granting Related Relief [Signed: 7/1/2022] (Docket No. [65](#)).
- B. Notice of Entry of Interim Order and Final Hearing Regarding Motion of the Debtors for Entry of Interim and Final Orders (A) Authorizing Debtors to Pay Prepetition Claims of Critical Vendors and (B) Granting Related Relief [Filed: 7/5/2022] (Docket No. [79](#)).
- C. Debtors' Witness and Exhibit List [Filed 7/26/2022] (Docket No. [203](#)).
- D. Debtors' Witness and Exhibit List for Hearing on August 2, 2022 at 10:00 a.m. [Filed 7/31/2022] (Docket No. [245](#)).

Status: This matter is now going forward on an uncontested basis.

7. Motion of Debtors for Entry of Interim and Final Orders (I) Authorizing Debtors to (A) Pay Employee Obligations and (B) Continue Employee Benefit Programs, and (II) Granting Related Relief [Filed 6/30/2022] (Docket No. [9](#))

Response Deadline: July 21, 2022 at 4:00 p.m. (Prevailing Eastern Time) (Extended to July 25, 2022 at 4:00 p.m. (Prevailing Eastern Time) for the Official Committee of Unsecured Creditors).

Responses Received

- A. Limited Objection of the Official Committee of Unsecured Creditors to the Motion of Debtors for Entry of Interim and Final orders Authorizing Debtors to (A) Pay Employee Obligations and (B) Continue Employee Benefit Programs [Filed 7/25/2022] (Docket No. [201](#)).

Related Documents

- A. Interim Order Granting Motion of Debtors for Entry of Final Orders (I) Authorizing Debtors to (A) Pay Employee Obligations and (B) Continue Employee Benefit Programs, and (II) Granting Related Relief [Signed: 7/1/2022] (Docket No. [64](#)).
- B. Notice of Entry of Interim Order and Final Hearing Regarding Motion of Debtors for Entry of Interim and Final Orders (I) Authorizing Debtors to (A) Pay Employee Obligations and (B) Continue Employee Benefit Programs, and (II) Granting Related Relief [Filed: 7/5/2022] (Docket No. [81](#)).
- C. Debtors' Witness and Exhibit List [Filed 7/26/2022] (Docket No. [203](#)).
- D. Debtors' Witness and Exhibit List for Hearing on August 2, 2022 at 10:00 a.m. [Filed 7/31/2022] (Docket No. [245](#)).

Status: This matter is now going forward on an uncontested basis.

8. Debtors' Motion for Entry of Interim and Final Orders (I) Authorizing the Debtors to Obtain Postpetition Operational Cash Flow Financing; (II) Authorizing the Debtors to Use Cash Collateral; (III) Granting Liens and Superpriority Administrative Expense Status; (IV) Granting Adequate Protection; (V) Modifying the Automatic Stay; (VI) Scheduling a Final Hearing; and (VII) Granting Related Relief [Filed: 6/30/2022] (Docket No. [22](#)).

Response Deadline: July 21, 2022 at 4:00 p.m. (Prevailing Eastern Time) (Extended to July 28, 2022 at 4:00 p.m. (Prevailing Eastern Time) for Customers Bank, Texas Capital Bank, and Flagstar Bank, FSB; to July 25, 2022 at 4:00 p.m. (Prevailing Eastern Time) for the Official Committee of Unsecured Creditors; and to July 28, 2022 at 10:00 a.m. (Prevailing Eastern Time) for Freddie Mac and Fannie Mae).

Responses Received

- A. Customers Bank Omnibus Objection and Emergency Motion to Continue Debtors' (I) Cash Management Motion; (II) Cash Flow Debtor in Possession Motion; and (III) Repurchase Agreement Motion [Filed: 7/1/2022] (Docket No. [36](#)).
- B. Flagstar Bank, FSB's Preliminary Objection to Debtors' Financing Motions and Cash Management Motion [Filed: 7/1/2022] (Docket No. [40](#)).
- C. Creditor South Street Securities LLC's Reservation of Rights to Debtors' Financing Motions and Cash Management Motion [Filed 7/25/2022] (Docket No. [195](#)).
- D. Objection of the Official Committee of Unsecured Creditors to Debtors' Motions (I) to Obtain Debtor-In-Possession "Repo" Financing, and (II) to Obtain Debtor-In-Possession "Cash Flow" Financing [Filed 7/25/2022] (Docket No. [199](#)).
- E. Response and Reservation of Rights the Federal National Mortgage Association Related to (I) the Debtors' Cash Management Motion, (II) the Debtors' Cash Flow DIP Motion, (III) the Debtors' DIP Repo Motion, and (IV) Customers Bank's Cash Collateral Motion [Filed 7/27/2022] (Docket No. [215](#)).
- F. Flagstar Bank, FSB's Limited Objection and Reservation of Rights Regarding Certain Second Day Motions and Joinder to Customer Bank's 363(c)(4) Motion [Filed 7/27/2022] (Docket No. [216](#)).
- G. Customers Banks Reservation of Rights Regarding the Debtors (I) Cash Management Motion; (II) Cash Flow Debtor in Possession Motion; and (III) Repurchase Agreement Motion [Filed 7/27/2022] (Docket No. [217](#)).
- H. Objection of the United States of America to Debtors' Motions for DIP Financing [Filed 7/27/2022] (Docket No. [218](#)).
- I. Response and Reservation of Rights of The Federal Home Loan Mortgage Corporation Related to: (I) the Debtors' Cash Management Motion, (II) the Debtors' Cash Flow DIP Motion, (III) the Debtors' DIP REPO Motion, and (IV) Customers Bank's Cash Collateral Motion [Filed 7/28/2022] (Docket No. [228](#)).

Related Documents

- A. Notice of Filing of Credit Agreement [Filed: 7/1/2022] (Docket No. [43](#)).
- B. Notice of Filing of Revised DIP Budget [Filed: 7/1/2022] (Docket No. [53](#)).
- C. Interim Order (I) Authorizing the Debtors to Obtain Postpetition Operational Cash Flow Financing; (II) Authorizing the Debtors to Use Cash Collateral; (III) Granting Liens and Providing Super-Priority Administrative Expense Status; (IV) Granting Adequate Protection; (V) Scheduling a Final Hearing; (VI) Modifying

the Automatic Stay; and (VII) Granting Related Relief [Signed: 7/1/2022] (Docket No. [67](#)).

- D. Notice of Entry of Interim Order and Final Hearing Regarding Motion for Entry of Interim and Final Orders (I) Authorizing the Debtors to Obtain Postpetition Operational Cash Flow Financing; (II) Authorizing the Debtors to Use Cash Collateral; (III) Granting Liens and Providing Super-Priority Administrative Expense Status; (IV) Granting Adequate Protection; (V) Modifying the Automatic Stay; (VI) Scheduling a Final Hearing; and (VII) Granting Related Relief [Filed: 7/5/2022] (Docket No. [83](#)).
- E. Debtors' Witness and Exhibit List [Filed 7/26/2022] (Docket No. [203](#)).
- F. Debtors' Witness and Exhibit List for Hearing on August 2, 2022 at 10:00 a.m. [Filed 7/31/2022] (Docket No. [245](#)).
- G. Debtors' Motion for Leave to File a Late Reply in Support of Debtors' Motions to Obtain Debtor-in-Possession Financing [Filed 8/1/2022] (Docket No. [249](#)).
- H. **Motion for Leave to File Statement of B2 FIE XI LLC and LVS II SPE XXXIV LLC in Support of the Cash Flow DIP Motion [Filed 8/1/2022] (Docket No. [253](#)).**
- I. **Supplemental Declaration of Tanya Meerovich in Support of Debtors' Motions for Debtor-in-Possession Repo and Cash Flow Financing [Filed: 8/1/2022] (Docket No. [259](#)).**
- J. **Notice of Filing of Proposed Final Order Granting Debtors' Motion for Entry of Interim and Final Orders (I) Authorizing the Debtors to Obtain Postpetition Operational Cash Flow Financing; (II) Authorizing the Debtors to Use Cash Collateral; (III) Granting Liens and Superpriority Administrative Expense Status; (IV) Granting Adequate Protection; (V) Modifying the Automatic Stay; (VI) Scheduling a Final Hearing; and (VII) Granting Related Relief [Filed: 8/1/2022] (Docket No. [261](#)).**

Status: This matter is going forward.

- 9. Debtors' Motion for Entry of Interim and Final Orders (I) Authorizing the Debtors to Enter into Repurchase Agreement Facilities; (II) Authorizing the Debtors to Sell and Repurchase Mortgage Loans in the Ordinary Course of Business; (III) Granting Liens and Providing Superpriority Administrative Expense Status; (IV) Modifying the Automatic Stay; (V) Scheduling a Final Hearing with Respect to the Relief Requested Herein; and (VI) Granting Related Relief [Filed: 6/30/2022] (Docket No. [20](#)).

Response Deadline: July 21, 2022 at 4:00 p.m. (Prevailing Eastern Time) (Extended to July 26, 2022 at 4:00 p.m. (Prevailing Eastern Time) for Customers Bank, Texas Capital Bank, and Flagstar Bank, FSB; to July 25, 2022 at 4:00 p.m. (Prevailing Eastern Time)

for the Official Committee of Unsecured Creditors; and to July 27, 2022 at 12:00 noon (Prevailing Eastern Time) for Freddie Mac).

Responses Received

- A. Customers Bank Omnibus Objection and Emergency Motion to Continue Debtors' (I) Cash Management Motion; (II) Cash Flow Debtor in Possession Motion; and (III) Repurchase Agreement Motion [Filed: 7/1/2022] (Docket No. [36](#)).
- B. Flagstar Bank, FSB's Preliminary Objection to Debtors' Financing Motions and Cash Management Motion [Filed: 7/1/2022] (Docket No. [40](#)).
- C. Creditor South Street Securities LLC's Reservation of Rights to Debtors' Financing Motions and Cash Management Motion [Filed 7/25/2022] (Docket No. [195](#)).
- D. Objection of the Official Committee of Unsecured Creditors to Debtors' Motions (I) to Obtain Debtor-In-Possession "Repo" Financing, and (II) to Obtain Debtor-In-Possession "Cash Flow" Financing [Filed 7/25/2022] (Docket No. [199](#)).
- E. Response and Reservation of Rights the Federal National Mortgage Association Related to (I) the Debtors' Cash Management Motion, (II) the Debtors' Cash Flow DIP Motion, (III) the Debtors' DIP Repo Motion, and (IV) Customers Bank's Cash Collateral Motion [Filed 7/27/2022] (Docket No. [215](#)).
- F. Flagstar Bank, FSB's Limited Objection and Reservation of Rights Regarding Certain Second Day Motions and Joinder to Customer Bank's 363(c)(4) Motion [Filed 7/27/2022] (Docket No. [216](#)).
- G. Customers Banks Reservation of Rights Regarding the Debtors (I) Cash Management Motion; (II) Cash Flow Debtor in Possession Motion; and (III) Repurchase Agreement Motion [Filed 7/27/2022] (Docket No. [217](#)).
- H. Objection of the United States of America to Debtors' Motions for DIP Financing [Filed 7/27/2022] (Docket No. [218](#)).
- I. Response and Reservation of Rights of The Federal Home Loan Mortgage Corporation Related to: (I) the Debtors' Cash Management Motion, (II) the Debtors' Cash Flow DIP Motion, (III) the Debtors' DIP REPO Motion, and (IV) Customers Bank's Cash Collateral Motion [Filed 7/28/2022] (Docket No. [228](#)).

Related Documents

- A. Notice of Filing of Netting Agreement [Filed: 7/1/2022] (Docket No. [45](#)).
- B. Interim Order Pursuant to U.S.C. §§ 105, 361, 362, 363, 364, 503, 507, 546, 548, 555, 556, 559, 560 and 561 (I) Authorizing Debtors to Enter Into Repurchase

Agreement Facilities and Related Documents; (II) Authorizing Debtors to Sell and Repurchase Mortgage Loans in the Ordinary Course of Business; (III) Granting Liens and Providing Super-Priority Administrative Expense Status; (IV) Modifying the Automatic Stay; (V) Scheduling a Final Hearing with Respect to the Relief Requested Herein; and (V) Granting Related Relief [Signed: 7/1/2022] (Docket No. [66](#)).

- C. Notice of Entry of Interim Order and Final Hearing Regarding Debtors' Motion for Entry of Interim and Final Orders (I) Authorizing the Debtors to Enter Into Repurchase Agreement Facilities; (II) Authorizing the Debtors to Sell and Repurchase Mortgage Loans in the Ordinary Course of Business; (III) Granting Liens and Providing Super-Priority Administrative Expense Status; (IV) Modifying the Automatic Stay; (V) Scheduling a Final Hearing with Respect to the Relief Requested Herein; and (V) Granting Related Relief [Filed: 7/5/2022] (Docket No. [82](#)).
- D. Debtors' Witness and Exhibit List [Filed 7/26/2022] (Docket No. [203](#)).
- E. Debtors' Witness and Exhibit List for Hearing on August 2, 2022 at 10:00 a.m. [Filed 7/31/2022] (Docket No. [245](#)).
- F. Debtors' Motion for Leave to File a Late Reply in Support of Debtors' Motions to Obtain Debtor-in-Possession Financing [Filed 8/1/2022] (Docket No. [249](#)).
- G. **Notice of Filing of Proposed Final Order Granting Motion for Entry of Interim and Final Orders (I) Authorizing the Debtors to Enter into Repurchase Agreement Facilities; (II) Authorizing the Debtors to Sell and Repurchase Mortgage Loans in the Ordinary Course of Business; (III) Granting Liens and Providing Superpriority Administrative Expense Status; (IV) Modifying the Automatic Stay; (V) Scheduling a Final Hearing with Respect to the Relief Requested Herein; and (VI) Granting Related Relief [Filed: 8/1/2022] (Docket No. [258](#)).**
- H. **Supplemental Declaration of Tanya Meerovich in Support of Debtors' Motions for Debtor-in-Possession Repo and Cash Flow Financing [Filed: 8/1/2022] (Docket No. [259](#)).**

Status: This matter is going forward.

- 10. Debtors' Motion for Entry of an Order Authorizing the Debtors to File Pricing Side Letter and Master Securities Forward Transaction Agreements Under Seal [Filed: 7/1/2022] (Docket No. [46](#)).

Response Deadline: July 21, 2022 at 4:00 p.m. (Prevailing Eastern Time) (Extended to July 25, 2022 at 4:00 p.m. (Prevailing Eastern Time) for the Official Committee of Unsecured Creditors).

Responses Received

- A. Informal comments from the Office of the United States Trustee

Related Documents

- A. Notice of Hearing on Debtors' Motion for Entry of an Order Authorizing the Debtors to File Pricing Side Letter and Master Securities Forward Transaction Agreements Under Seal [Filed: 7/5/2022] (Docket No. [84](#)).
- B. Debtors' Witness and Exhibit List [Filed 7/26/2022] (Docket No. [203](#)).

Status: This matter is going forward.

11. Customers Bank's Emergency Motion Seeking Interim and Final Relief Requiring Debtors to Segregate and Account for Cash Collateral in Compliance with 11 U.S.C. § 363(c)(4) [Filed 7/13/2022] (Docket No. [117](#)).

Response Deadline: July 21, 2022 at 4:00 p.m. (Prevailing Eastern Time) (Extended to July 26, 2022 at 4:00 for the Debtors, Texas Capital Bank, and Flagstar Bank, FSB)

Responses Received

- A. Debtors' Statement and Reservation of Rights in Response to Customers Bank's Emergency Motion Seeking Interim and Final Relief Requiring Debtors to Segregate and Account for Cash Collateral in Compliance with 11 U.S.C. § 363(c)(4) [Filed 7/26/2022] (Docket No. [212](#)).
- B. Response and Reservation of Rights the Federal National Mortgage Association Related to (I) the Debtors' Cash Management Motion, (II) the Debtors' Cash Flow DIP Motion, (III) the Debtors' DIP Repo Motion, and (IV) Customers Bank's Cash Collateral Motion [Filed 7/27/2022] (Docket No. [215](#)).
- C. Flagstar Bank, FSB's Limited Objection and Reservation of Rights Regarding Certain Second Day Motions and Joinder to Customer Bank's 363(c)(4) Motion [Filed 7/27/2022] (Docket No. [216](#)).
- D. Response and Reservation of Rights of The Federal Home Loan Mortgage Corporation Related to: (I) the Debtors' Cash Management Motion, (II) the Debtors' Cash Flow DIP Motion, (III) the Debtors' DIP REPO Motion, and (IV) Customers Bank's Cash Collateral Motion [Filed 7/28/2022] (Docket No. [228](#)).

Related Documents

- A. Emergency Motion for Entry of an Order Shortening Notice Periods [Filed 7/13/2022] (Docket No. [118](#)).
- B. Declaration of Carol MacElree [Filed 7/13/2022] (Docket No. [119](#)).

- C. [Proposed] Order Pursuant to 11 U.S.C. § 363(c)(4) Requiring Segregation and Accounting of Cash Collateral [Filed 7/13/2022] (Docket No. [120](#)).
- D. Order Regarding Emergency Motion [Signed 7/14/2022] (Docket No. [122](#)).
- E. Order Approving Stipulation Preserving Status Quo Regarding Customers Bank Cash Collateral [Signed 7/15/2022] (Docket No. [138](#)).
- F. Notice of Hearing [Filed 7/15/2022] (Docket No. [142](#)).
- G. Order Preserving Status Quo for Fannie Mae Regarding Customers Bank Motion [Signed 7/20/2022] (Docket No. [181](#)).

Status: This matter is going forward.

12. SEALED Motion of Debtors for Entry of an Order (I) Approving Key Employee Incentive Program, (II) Key Employee Retention Program, and (III) Granting Related Relief (Filed 7/20/2022) [D.I. 160].

Response Deadline: August 1, 2022 at 2:00 p.m. (Prevailing Eastern Time).

Responses Received

- A. Objection of the Official Committee of Unsecured Creditors to the Debtors' Motion for an Order Approving the Debtors' Key Employee Incentive and Key Employee Retention Programs (Filed 8/1/2022) [D.I. [248](#)].

Related Documents

- A. SEALED Declaration of Tanya Meerovich in Support of Debtors' Motion of Debtors for Entry of Order (I) Approving Key Employee Incentive Program, (II) Key Retention Employee Program and (III) Granting Related Relief (Filed 7/20/2022) [D.I. 161].
- B. SEALED Declaration of Dewey Imhoff in Support of Motion of Debtors for Entry of Order (I) Approving Key Employee Incentive Program, (II) Key Retention Employee Program and (III) Granting Related Relief (Filed 7/20/2022) [D.I. 162].
- C. REDACTED Motion of Debtors for Entry of an Order (I) Approving Key Employee Incentive Program, (II) Key Employee Retention Program, and (III) Granting Related Relief (Filed 7/20/2022) [D.I. [163](#)].
- D. REDACTED Declaration of Tanya Meerovich in Support of Debtors' Motion of Debtors for Entry of Order (I) Approving Key Employee Incentive Program, (II) Key Retention Employee Program and (III) Granting Related Relief (Filed 7/20/2022) [D.I. [164](#)].

- E. REDACTED Declaration of Dewey Imhoff in Support of Motion of Debtors for Entry of Order (I) Approving Key Employee Incentive Program, (II) Key Retention Employee Program and (III) Granting Related Relief (Filed 7/20/2022) [D.I. [165](#)].
- F. Motion to Shorten Notice Period With Respect to Debtors' Motion for Entry of Order (I) Approving Key Employee Incentive Program, (II) Key Employee Retention Program, and (III) Granting Related Relief (Filed 7/20/2022) [D.I. [166](#)].
- G. Objection of the United States Trustee to Motion to Shorten Notice (Filed 7/20/2022) [D.I. [169](#)].
- H. Order Granting Motion to Shorten Notice Period with Respect to Debtors' Motion for Entry of Order (I) Approving Key Employee Incentive Program, (II) Key Employee Retention Program, and (III) Granting Related Relief (Signed 7/20/2022) [D.I. [178](#)].
- I. Notice of Hearing on Debtor's Motion for Entry of Order (I) Approving Key Employee Incentive Program, (II) Key Employee Retention Program, and (III) Granting Related Relief (Filed 7/20/2022) [D.I. [179](#)].
- J. Debtors' Witness and Exhibit List for Hearing on August 2, 2022 at 10:00 a.m. [Filed 7/31/2022] (Docket No. [245](#)).
- K. Supplemental Declaration of Tanya Meerovich in Support of Debtors' Motion of Debtors for Entry of Order (I) Approving Key Employee Incentive Program, (II) Key Retention Employee Program and (III) Granting Related Relief [Filed 7/20/2022] (D.I. [256](#)).**

Status: This matter is going forward.

- 13. Debtors' Motion for Entry of Order Authorizing Debtors to File Under Seal Certain Information Related to Debtors' Motion to Approve KEIP and KERP Plans (Filed 7/20/2022) [D.I. [167](#)].

Response Deadline: August 2, 2022 at 10:00 a.m. (Prevailing Eastern Time).

Responses Received

- A. None to date.

Related Documents

- A. None to date.

Status: This matter is going forward.

14. Customers Bank Motion Seeking Confirmation of Applicability of 11 U.S.C. § 559 or, in the Alternative, Granting Relief from the Automatic Stay and Related Relief (Filed 7/21/2022) [D.I. [184](#)].

Response Deadline: July 28, 2022 at 12:00 p.m. (Prevailing Eastern Time) (Extended to August 1, 2022 at 9:00 a.m. for Debtors).

Responses Received

- A. The Official Committee of Unsecured Creditors' Reservation of Rights Regarding Customers Bank's Motion Seeking Confirmation of Applicability of 11 U.S.C. § 559 or, in the Alternative, Granting Relief from the Automatic Stay and Related Relief (Filed 7/28/2022) [D.I. [231](#)].
- B. Deutsche Bank National Trust Company's Reply Subject to its Clarifications, in Support of Customers Bank's Motion Seeking Confirmation of Applicability of 11 U.S.C. Section 559 or, in the Alternative, Granting Relief From the Automatic Stay and Related Relief (Filed 7/28/2022) [D.I. [232](#)].
- C. Response and Reservation of Rights of the Federal National Mortgage Association Related to Customers Bank's Motion Seeking Confirmation of 11 U.S.C. Section 559 or, in the alternative, Granting Relief from the Automatic Stay and Related Relief (Filed 7/28/2022) [D.I. [239](#)].
- D. Debtors' Statement and Reservation of Rights in Response to Customers Bank's Motion Seeking Confirmation of Applicability of 11 U.S.C § 559 or, in the Alternative, Granting Relief from the Automatic Stay (Filed 8/1/2022) [D.I. [246](#)].

Related Documents

- A. Declaration of Carol MacElree in Support of Customers Bank's Motion Seeking Confirmation of Applicability of 11 U.S.C. § 559 or, in the Alternative, Granting Relief from the Automatic Stay and Related Relief (Filed 7/21/2022) [D.I. [185](#)].
- B. Notice of Hearing on Customers Bank Motion Seeking Confirmation of Applicability of 11 U.S.C. § 559 or, in the Alternative, Granting Relief from the Automatic Stay and Related Relief (Filed 7/21/2022) [D.I. [189](#)].
- C. SEALED Exhibit A to Deutsche Bank National Trust Company's Reply Subject to its Clarifications, in Support of Customers Bank's Motion Seeking Confirmation of Applicability of 11 U.S.C. Section 559 or, in the Alternative, Granting Relief From the Automatic Stay and Related Relief (Filed 7/28/2022) [D.I. 233].
- D. Deutsche Bank National Trust Company's Notice of Supplemental Exhibit to its Reply Subject, to Clarification, in Support of Customers Bank's Motion Seeking Confirmation of Applicability of 11 U.S.C. Section 559 or, in the Alternative,

Granting Relief From the Automatic Stay and Related Relief (Filed 8/1/2022) [D.I. [247](#)].

- E. **Reservation of Rights of Rushmore Loan Management Services LLC with Respect to Customers Bank's Motion Seeking Applicability of 11 U.S.C. § 559 and, in the Alternative, Granting Relief From the Automatic Stay and Related Relief (Filed 8/1/2022) [D.I. [251](#)].**

Status: This matter is going forward.

Dated: August 1, 2022

PACHULSKI STANG ZIEHL & JONES LLP

/s/ Laura Davis Jones

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Proposed Counsel for Debtors and Debtors in Possession